

Jean L. Kiddoo
 Danielle C. Burt
 Phone: (202) 424-7500
 Fax: (202) 424-7647

December 19, 2006

Via ECFS

Bingham McCutchen LLP
 Suite 300
 3000 K Street NW
 Washington, DC
 20007-5116

Marlene H. Dortch, Secretary
 Federal Communications Commission
 c/o Natek, Inc.
 236 Massachusetts Avenue, N.E.
 Suite 110
 Washington, D.C. 20002

202.424.7500
 202.424.7647 fax

Re: Docket No. 00-257; Notification Regarding Acquisition of Customers

bingham.com

Dear Ms. Dortch:

Astound Broadband, LLC ("Astound"), pursuant to Section 64.1120(e) of the Commissions Rules, 47 C.F.R. § 64.1120(e), hereby notifies the Commission of its intent to acquire a portion of the Northern California customer base of RCN Telecom Services, Inc. ("RCN") as described more fully below. An original and one (1) copy of this letter are enclosed. Please date stamp the enclosed extra copy of this letter and return it in the self-addressed envelope provided.

Names of the Parties to the Transactions: The parties to the transaction include: Astound Broadband LLC, the transferee, and RCN Telecom Services, Inc., the transferor.

Types of Telecommunications Service Provided to Affected Customers: RCN provides local exchange and intrastate, interstate, and international long distance services in California. Under the Asset Purchase Agreement, RCN will sell part of its customer base located in Northern California to Astound.

Date of Transfer: The parties anticipate that the affected customers will be transferred to Astound on or before February 1, 2007, or as soon as possible thereafter following receipt of regulatory approvals.

Certification of Compliance: Attached hereto as Exhibit A is Astound's certification required under Section 64.1120(e)(1) of the Commission's rules.

Copy of Notice Sent to Affected Subscribers: Attached hereto as Exhibit B is a copy of the customer notice that was mailed on December 15, 2006.

Boston
 Hartford
 London
 Los Angeles
 New York
 Orange County
 San Francisco
 Silicon Valley
 Tokyo
 Walnut Creek
 Washington

Marlene H. Dortch, Secretary
December 19, 2006
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Should there be any questions regarding this notification, please do not hesitate to contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink that reads "Danielle Burt". The signature is written in a cursive style with a large, prominent "D" and "B".

Jean L. Kiddoo
Danielle C. Burt

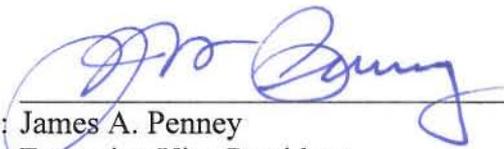
Bingham McCutchen LLP
bingham.com

Exhibit A

Certification

CERTIFICATION

On behalf of Astound Broadband, LLC ("Astound"), and in accordance with Section 64.1120 of the Commission's rules, 47 C.F.R. § 64.1120, I hereby certify under penalty of perjury that I have read the foregoing notification and the statements contained therein are true, complete and correct to the best of my knowledge. I further certify that, with respect to the transfer to Astound of the affected customers of RCN Telecom Services, Inc. ("RCN"), Astound and RCN have complied with the Commission's requirements to provide advance customer notice in accordance with Section 64.1120(e)(3), with the obligations specified in that notice, and with other statutory and Commission requirements that apply to this streamlined process.

By: 

Name: James A. Penney

Title: Executive Vice President

Date: December 18, 2006

Exhibit B

Customer Notice Letter



(650) 212-8000
fax (650) 212-8009

December 15, 2006

Dear Valued Customer,

RCN Telecom Services, Inc. ("RCN") is pleased to announce that Astound Broadband, LLC ("Astound"), will acquire RCN's Northern California operations, subject to the receipt of certain regulatory and/or municipal approvals, on or soon after February 1, 2007. Astound has built an excellent reputation in Walnut Creek and Concord, providing high quality video, phone and data services with excellent local customer service at very competitive prices. This change will ensure that you will continue to receive the high quality service you have come to expect and enjoy.

Please be assured that there will be no interruption to your current RCN services. You will not be charged any fees as a result of this transaction. You will continue to receive service from Astound at the same rates, terms, and conditions under which you currently receive service from RCN. Notice of any future changes in the services you receive, or in the rates, terms, and conditions of those services, will be provided to you by Astound as required under applicable law. To the extent applicable, there will be no changes with respect to any of your preferred carrier freezes for voice telecommunications services.

We recognize that you have the right to change providers, subject to the terms and conditions, including termination provisions, of your agreement with RCN, if applicable. We hope, however, that you choose to remain a customer and thereby continue to enjoy the same high quality communications, cable and/or internet services you currently receive from us. If you have questions about this notice, please call your RCN account representative or RCN's customer toll-free number at 800.RING.RCN or Astound's customer service toll-free number at 800.4ASTOUND at any time.

Astound welcomes your continued business as a customer and is committed to continuing to provide you with superior products and services.

Sincerely,

Thomas Spike
General Manager
RCN Telecom Services, Inc.

Craig S. Heiting
President
Astound Broadband, LLC.